

RECORDATION NO. 6155-22  
RECORDED

NOV 24 1975-9 30 AM

INTERSTATE COMMERCE COMMISSION

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STATEMENT OF NEW NUMBERS  
Dated as of August 1, 1975

under

ILLINOIS CENTRAL RAILROAD  
GUARANTEED EQUIPMENT TRUST AGREEMENT, SERIES A  
Dated as of May 1, 1971

between

MORGAN GUARANTY TRUST COMPANY OF NEW YORK, TRUSTEE

CHICAGO & ILLINOIS WESTERN RAILROAD

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY

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STATEMENT OF NEW NUMBERS dated as of August 1, 1975, between MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a New York corporation, as Trustee (hereinafter called the Trustee) and CHICAGO & ILLINOIS WESTERN RAILROAD, a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called the Railroad) and ILLINOIS CENTRAL GULF RAILROAD COMPANY, successor in interest of ILLINOIS CENTRAL RAILROAD COMPANY, a Delaware corporation (hereinafter called the Guarantor).

WHEREAS, the Trustee and the Railroad have entered into an Equipment Trust Agreement dated as of May 1, 1971 (hereinafter called the Trust Agreement), pursuant to which the Railroad has agreed to cause to be transferred to the Trustee the railroad equipment (hereinafter called the Trust Equipment) described in Schedule A thereto, and the Trustee has agreed to lease the Trust Equipment to the Railroad until title to such Trust Equipment is transferred by the Trustee to the Railroad under the provisions thereof; and

WHEREAS, the Trust Agreement was recorded with the Interstate Commerce Commission in accordance with Section 20c

of the Interstate Commerce Act on May 17, 1971, and was assigned recordation number 6155; and

WHEREAS, the Railroad now desires to renumber certain of the Trust Equipment and to amend the Trust Agreement accordingly;

NOW THEREFORE, in consideration of the foregoing and of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto hereby agree as follows:

1. Schedule A to the Trust Agreement is hereby amended by substituting therein, in the place of the identifying numbers under the column "Original Numbers", the identifying numbers under the column "New Numbers", as shown on Exhibit A attached hereto and made a part hereof.

2. The Railroad will promptly cause this Statement of New Numbers to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

3. Except as amended and supplemented hereby, the Trust Agreement shall remain unaltered and in full force and effect.

4. This Statement of New Numbers may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall


constitute but one and the same contract, which shall be sufficiently evidenced by any such original counterpart. Although this Statement of New Numbers is dated for convenience as of August 1, 1975, the actual date or dates of execution hereof by the parties hereto is or are, respectively, the date or dates stated in the acknowledgment hereto annexed.

IN WITNESS WHEREOF, the parties hereto have caused this Statement of New Numbers to be duly executed as of the date first above written.

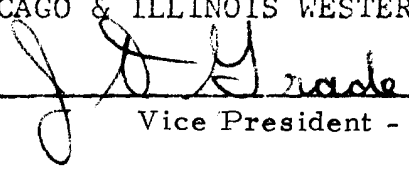
MORGAN GUARANTY TRUST COMPANY OF NEW YORK,  
Trustee,

By   
Trust Officer


ATTEST:

  
Assistant Secretary

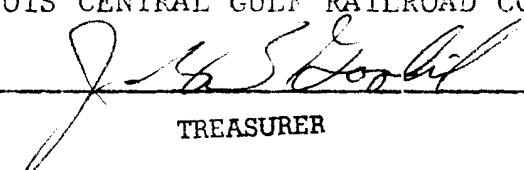
CHICAGO & ILLINOIS WESTERN RAILROAD

By   
Vice President - Manufacturing


ATTEST:

  
Secretary

ILLINOIS CENTRAL GULF RAILROAD COMPANY

By   
TREASURER

ATTEST:

  
Assistant Secretary

<u>Description</u>	<u>Old Numbers</u>	<u>New Numbers</u>
Steel Cabooses	9571	199571
70 ton 50'6" Box Cars	12925	580425 ✓
	13106	<del>563006</del>
	13107	563007
	13118	563018
	13139	563039
	13157	563057
	13158	<del>563058</del>
	13175	563075
	13181	563081
	13200	563100
	13222	563122
	13239	563139
	13281	563181
	13297	563197
	13302	563202
	13305	563205
	13310	563210
	13316	563216
	13317	563217 ✓
	13325	563225 ✓
	13329	563229
	13342	563242
	13355	563255
	13363	563263
	13375	563275
	13376	563276
	13380	<del>563280</del>
	13385	563285
	13394	563294
	13395	563295
	13396	563296
	13427	563327
	13531	563431
	13568	563468
70-ton 60'9" Box Cars	44302	660302 ✓
	<del>670301</del> 44301	660301
100-ton 60'9" Box Cars	44340	670340
	44350	670350 ✓
	44351	670351
	44389	620389
	44390	670390
100-ton Covered Hopper Cars	57052	764852
	57065	764865 ✓
	57191	764991
70-ton Wood Chip Cars	83507	865007 ✓

STATE OF ILLINOIS   )  
                              )   SS  
COUNTY OF C O O K   )

On this 10<sup>th</sup> day of August, 1975, before me personally appeared John B. Grodzinski to me personally known, who being by me duly sworn, says that he is Treasurer of ILLINOIS CENTRAL GULF RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

W. H. M. Richards  
Notary Public

STATE OF ILLINOIS )  
                              ) SS  
COUNTY OF C O O K )

On this 11th day of August , 1975, before me personally appeared J. T. Grade to me personally known, who being by me duly sworn, says that he is Vice President-Manufacturing of CHICAGO & ILLINOIS WESTERN RAILROAD, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Carol L. Green  
Notary Public

STATE OF NEW YORK )  
                              ) SS  
COUNTY OF NEW YORK )

On this 10<sup>th</sup> day of *September*, 1975, before me personally appeared *P. J. CROOKS* to me personally known, who being by me duly sworn, says that he is a Trust Officer of MORGAN GUARANTY TRUST COMPANY OF NEW YORK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Lorraine Fowler*  
Notary Public

LORRAINE FOWLER  
Notary Public, State of New York  
No. 24-6368100  
Qualified in Kings County  
Certificate filed in New York County  
Commission Expires March 30, 1976